

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF MICHIGAN**

RICHARD HOCKSTEIN,  
Derivatively on Behalf of GENERAL  
MOTORS COMPANY,

Plaintiff,

v.

MARY T. BARRA, et al

Defendants,

-and-

GENERAL MOTORS COMPANY,  
a Delaware corporation,

Nominal Defendant.

And

THE POLICE RETIREMENT  
SYSTEM OF ST. LOUIS,  
Derivatively on Behalf of GENERAL  
MOTORS COMPANY,

Plaintiff,

v.

MARY T. BARRA, et al.

Defendants,

-and-

GENERAL MOTORS COMPANY,  
a Delaware corporation,

Nominal Defendant.

Civil Action No.: 2:14-cv-11277-RHC-  
MKM

Judge Robert H. Cleland

Magistrate Judge Mona K. Majzoub

Civil Action No.: 2:14-cv-11624-RHC-  
MKM

Judge Robert H. Cleland

Magistrate Judge Mona K. Majzoub

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**STIPULATION AND ORDER  
TO CONSOLIDATE RELATED ACTIONS**

The parties to the above-captioned shareholder derivative actions (the "Related Actions"), by and through their respective counsel, hereby enter into the following stipulation (the "Stipulation"):

WHEREAS, on March 28, 2014, plaintiff Richard Hockstein filed his Verified Shareholder Derivative Complaint for Breach of Fiduciary Duty, Waste of Corporate Assets, and Unjust Enrichment on behalf of General Motors Company ("GM" or the "Company") against certain of the Company's officers and directors (the "Individual Defendants," and, collectively with GM, "Defendants");

WHEREAS, on April 23, 2014, plaintiff The Police Retirement System of St. Louis filed a Verified Shareholder Derivative Complaint for Breach of Fiduciary Duty, Waste of Corporate Assets, and Unjust Enrichment on behalf of GM against the same Individual Defendants (Case No. 2:14-CV-11624);

WHEREAS, on May 6, 2014, an order was entered reassigning Case No. 2:14-CV-11624 to this Court;

WHEREAS, Defendants take no position with respect to appointment of lead and liaison counsel; and

WHEREAS, the parties agree that, as the Related Actions involve the same or similar parties and arise out of the same transactions or events, consolidation of the Related Actions will promote judicial economy.

NOW, THEREFORE, IT IS STIPULATED AND AGREED by all parties, subject to approval of the Court, as follows:

1. The Related Actions shall be consolidated for all purposes including trial, under Lead Case No.: 2:14-cv-11277-RHC-MKM, and shall bear the following caption:

**UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF MICHIGAN**

IN RE GENERAL MOTORS  
COMPANY SHAREHOLDER  
DERIVATIVE LITIGATION

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This Document Relates To:  
ALL ACTIONS

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} Lead Case No.: 2:14-cv-11277-RHC-MKM

} Judge Robert H. Cleland

} Magistrate Judge Mona K. Majzoub

2. Robbins Arroyo LLP shall serve as Lead Counsel and Mantese Honigman Rossman and Williamson, P.C. shall serve as Liaison Counsel for the consolidated action.

3. Plaintiffs' Lead Counsel shall have the sole authority to speak for plaintiffs in all matters regarding pre-trial procedure, trial, and settlement negotiations and shall make all work assignments in such manner as to facilitate the orderly and efficient prosecution of this litigation and to avoid duplicative or unproductive effort.

4. Plaintiffs' Lead Counsel will be responsible for coordinating all activities and appearances on behalf of plaintiffs. No motion, request for discovery, or other pre-trial or trial proceedings will be initiated or filed by any plaintiffs except through plaintiffs' Lead Counsel.

5. Plaintiffs' Liaison Counsel shall be available and responsible for communication to and from this Court, including distributing orders and other directions from the Court to counsel. Plaintiffs' Liaison Counsel shall be responsible for creating and maintaining a master service list of all parties and their respective counsel.

6. Defendants' counsel may rely upon all agreements made with plaintiffs' Lead Counsel, or other duly authorized representative of plaintiffs' Lead Counsel, and such agreements shall be binding on all plaintiffs.

7. Undersigned counsel for Defendants hereby accept service on behalf of all Defendants in each of the Related Actions.

8. Notwithstanding the language in any waivers filed in the Related Actions, no Defendant shall be required to respond to the complaints that were filed in the Related Actions on March 28, 2014, and April 23, 2014, respectively.

9. Within 30 days of entry of this order, the parties shall submit to the Court a proposed schedule concerning the designation or filing of an operative complaint by Plaintiffs, Defendants' response thereto, any subsequent briefing, and

any other appropriate case management issues to which the parties wish to stipulate.

10. Nothing herein shall otherwise constitute or be deemed a waiver of any claim, defense, or argument by any Plaintiff or Defendant.

11. This Order shall apply to each case arising out of the same, or substantially the same, transactions or events as these cases, which is subsequently filed in, remanded to, reassigned to, or transferred to this Court. When a case which properly belongs as part of *In re General Motors Company Shareholder Derivative Litigation*, Lead Case No. 2:14-cv-11277-RHC-MKM, is hereafter filed in this Court, reassigned to the Court, or transferred here from another court, this Court requests the assistance of counsel in calling to the attention of the Clerk of the Court the filing, reassignment, or transfer of any case which might properly be consolidated as part of *In re General Motors Company Shareholder Derivative Litigation*, Lead Case No. 2:14-cv-11277-RHC-MKM, and counsel are to assist in assuring that counsel in subsequent actions receive notice of this Order.

**SO ORDERED:**

s/Robert H. Cleland

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THE HONORABLE ROBERT H. CLELAND  
UNITED STATES DISTRICT JUDGE

Dated: May 27, 2014

Stipulated To and Approved By:

Dated: May 14, 2014

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